

OSTER
Researching Services

12897 Colonial Dr. • Mt. Airy, Md. 21771
Phone: 301-253-6040
Fax: 301-253-6040
maryannoster@adelphia.net

November 5, 2004

RECEIVED NOV 15 2004 11-10 AM
24849-B
FILED

SURFACE TRANSPORTATION BOARD

Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423

Dear Sir:

Enclosed for recording with the Surface Transportation Board is a Partial Release of Lien of Security Agreement dated 11/12/04 involving the following parties and railroad equipment:

Secured Party: Wells Fargo Equipment Finance, Inc.
733 Marquette Avenue
Investors Building, #700
Minneapolis, MN 55402

Debtor: Housatonic Logistics Company, LLC
8 Davis Road West
Old Lyme, CT 06371

Equipment: See Attached Schedule A

Please record this agreement as a secondary document to STB Recordation #24849. The filing fee of \$32 is enclosed.

Summary: Partial Release of Security Agreement 11/12/04 between Wells Fargo Equipment Finance, Inc. as Secured Party and Housatonic Logistics Company, LLC as Debtor releasing the attached railcars.

Sincerely,



Mary Ann Oster
Research Consultant

Enclosure

RECORDATION NO.

24849-3
FILED

**PARTIAL RELEASE OF LIEN
OF
SECURITY AGREEMENT**

NOV 15 '04

11-10 AM

SURFACE TRANSPORTATION BOARD

This Partial Release of Security Agreement Liens (the "Release") releases the liens with respect to some, but not all, of the collateral created by a Security Agreement dated as of December 18, 2003 bearing Recordation Number 24796 and by a Security Agreement dated as of February 25, 2004 bearing Recordation Number 24849, between Wells Fargo Equipment Finance, Inc. as Lender, and Housatonic Logistics Company, LLC, as Borrower. The collateral being released from the liens consists of 100 railcars as more particularly described on Schedule A attached hereto and made a part hereof (hereinafter, the "Released Equipment").

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Lender RELEASES any lien or other interest of Lender with respect to the Released Equipment.

This Release shall be recorded with the Surface Transportation Board.

In witness whereof, the Lender has caused this Release to be duly executed by its authorized officer as of the 12th day of ~~October~~ ^{November}, 2004.

WITNESS:

Wells Fargo Equipment Finance, Inc.

Renee Harrison

By:

Name:

Title:

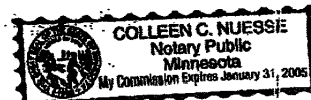
Begueline P Barragan
AVP

STATE OF MINNESOTA)
) SS:
COUNTY OF Hennepin)

The foregoing instrument was acknowledged before me this 12th day of ~~October~~ ^{November}, 2004, by Begueline P. Barragan, the A.V.P. of Wells Fargo Equipment Finance, Inc, a Minnesota corporation, on behalf of the corporation.

Colleen C. Nuesse
Notary Public

My Commission expires: 1-31-05



DESCRIPTION OF CARS

Schedule A

One Hundred (100) tub gondolas built originally by ACF, Thrall, Ortner and Berwick and previously marked as WEPX cars as follows:

Previous Number

Current Number

WEPX	678			HRLX	94002
WEPX	684			HRLX	94003
WEPX	692			HRLX	94006
WEPX	697			HRLX	94008
WEPX	705			HRLX	94010
WEPX	714			HRLX	94012
WEPX	715			HRLX	94013
WEPX	719			HRLX	94014
WEPX	722			HRLX	94015
WEPX	730			HRLX	94017
WEPX	753			HRLX	94023
WEPX	764			HRLX	94025
WEPX	767			HRLX	94026
WEPX	769			HRLX	94028
WEPX	776			HRLX	94029
WEPX	778			HRLX	94030
WEPX	780			HRLX	94031
WEPX	801			HRLX	94034
WEPX	802			HRLX	94035
WEPX	803			HRLX	94036
WEPX	811			HRLX	94039
WEPX	831			HRLX	94044
WEPX	838			HRLX	94046
WEPX	842			HRLX	94047
WEPX	853			HRLX	94048
WEPX	854			HRLX	94049
WEPX	866			HRLX	94051
WEPX	869			HRLX	94052
WEPX	876			HRLX	94054
WEPX	884			HRLX	94055
WEPX	890			HRLX	94056
WEPX	914			HRLX	94060
WEPX	917			HRLX	94061
WEPX	927			HRLX	94063
WEPX	947			HRLX	94068
WEPX	949			HRLX	94069
WEPX	952			HRLX	94070

WEPX	954			HRLX	94071
WEPX	970			HRLX	94075
WEPX	971			HRLX	94076
WEPX	973			HRLX	94077
WEPX	976			HRLX	94079
WEPX	985			HRLX	94080
WEPX	990			HRLX	94082
WEPX	993			HRLX	94083
WEPX	1002			HRLX	94085
WEPX	1018			HRLX	94089
WEPX	1025			HRLX	94091
WEPX	1031			HRLX	94093
WEPX	1043			HRLX	94097
WEPX	1044			HRLX	94098
WEPX	1047			HRLX	94099
WEPX	1050			HRLX	94100
WEPX	1056			HRLX	94101
WEPX	1066			HRLX	94105
WEPX	1067			HRLX	94106
WEPX	1076			HRLX	94107
WEPX	1081			HRLX	94109
WEPX	1090			HRLX	94110
WEPX	1091			HRLX	94111
WEPX	1095			HRLX	94112
WEPX	1102			HRLX	94113
WEPX	1117			HRLX	94115
WEPX	1124			HRLX	94116
WEPX	1138			HRLX	94117
WEPX	1140			HRLX	94118
WEPX	1143			HRLX	94119
WEPX	1170			HRLX	94120
WEPX	1177			HRLX	94121
WEPX	1183			HRLX	94123
WEPX	1187			HRLX	94124
WEPX	1193			HRLX	94125
WEPX	1197			HRLX	94126
WEPX	1207			HRLX	94128
WEPX	1227			HRLX	94129
WEPX	1232			HRLX	94131
WEPX	1234			HRLX	94132
WEPX	1235			HRLX	94133
WEPX	1240			HRLX	94134
WEPX	1249			HRLX	94137
WEPX	1254			HRLX	94139
WEPX	1255			HRLX	94140
WEPX	1261			HRLX	94141
WEPX	1263			HRLX	94142
WEPX	1265			HRLX	94143

WEPX	1280			HRLX	94144
WEPX	1300			HRLX	94145
WEPX	1336			HRLX	94148
WEPX	1403			HRLX	94174
WEPX	1409			HRLX	94176
WEPX	1416			HRLX	94178
WEPX	1421			HRLX	94182
WEPX	1431			HRLX	94186
WEPX	1454			HRLX	94190
WEPX	1457			HRLX	94192
WEPX	1467			HRLX	94193
WEPX	1468			HRLX	94194
WEPX	1474			HRLX	94195
WEPX	1483			HRLX	94196
WEPX	1497			HRLX	94199